
Federal Reserve Release



H.2

Actions of the Board, Its Staff, and the Federal Reserve Banks; Applications and Reports Received

No. 15

Week Ending April 10, 1999

Bank Holding Companies

Citigroup Inc., New York, New York -- guidance on the scope of relationships that Travelers insurance underwriting subsidiaries and affiliates may have with closed-end investment funds.

- Approved, March 30, 1999 (AC)

Forms

Application for Prior Approval to Become a Bank Holding Company or for a Bank Holding Company to Acquire an Additional Bank or Bank Holding Company (FR Y-3) -- extension with revision.

- Approved, April 2, 1999 (AC)

Application for Prior Approval to Engage Directly or Indirectly in Certain Nonbanking Activities (FR Y-4) -- extension with revision.

- Approved, April 2, 1999 (AC)

International Applications and Prior Notifications under Subparts A and C of Regulation K (FR K-1) -- extension without revision.

- Approved, April 2, 1999 (AC)

Notice for Prior Approval to Become a Bank Holding Company or for a Bank Holding Company to Acquire an Additional Bank or Bank Holding Company (FR Y-3N) -- implementation of a new information collection report.

- Approved, April 2, 1999 (AC)

Notification of Foreign Branch Status (FR 2058) -- extension without revision.

- Approved, April 2, 1999 (AC)

Recordkeeping Requirements Associated with the Real Estate Lending Standards Regulation (FR H-5) -- extension without revision.

- Approved, April 2, 1999 (AC)

Reports Related to Public Welfare Investments of State Member Banks (FR H-6) -- extension with revision.

- Approved, April 2, 1999 (AC)

BS&R	Banking Supervision and Regulation	RBOPS	Reserve Bank Operations and Payment
C&CA	Consumer and Community Affairs	IF	International Finance
FOMC	Federal Open Market Committee	OSDM	Office of Staff Director for Management

Bank Branches, Domestic

San Francisco

Bank of Orange County, Fountain Valley, California -- to establish branches at 12070 Telegraph Road, Suite 101, Santa Fe Springs, California, and 8345 East Firestone Boulevard, Downey.
- Approved, April 7, 1999

Chicago

Comerica Bank, Detroit, Michigan -- to establish a branch at 435 West Main, Zeeland, Michigan.
- Approved, April 9, 1999

San Francisco

Farmers & Merchants Bank of Rockford, Spokane, Washington -- to establish a branch at 933 East Mission.
- Approved, April 7, 1999

Bank Holding Companies

Richmond

1st State Bancorp, Inc., Burlington, North Carolina -- to acquire 1st State Bank.
- Approved, April 8, 1999

Richmond

1st State Bank Foundation, Inc., Burlington, North Carolina -- to acquire 1st State Bancorp, Inc.
- Approved, April 8, 1999

Kansas City

Ameriwest Corporation, Omaha, Nebraska -- to acquire shares of Otoe County Bancorporation, Inc., Nebraska City, Nebraska, and Otoe County Bank & Trust Company.
- Approved, April 5, 1999

Bank Holding Companies

Philadelphia

Asian Financial Corporation, Philadelphia, Pennsylvania -- to acquire Asian Bank.
- Approved, April 9, 1999

San Francisco

Bank of Idaho Holding Company, Idaho Falls, Idaho -- waiver of application in connection with the acquisition of Eagle Rock Savings Bank, Kennewick, Washington.
- Approved, April 5, 1999

St. Louis

Banterra Corp., Eldorado, Illinois -- to acquire Heartland Bancshares, Inc., Herrin, Illinois, and Heartland National Bank.
- Approved, April 5, 1999

Secretary

Capital City Group, Inc., Tallahassee, Florida -- to acquire Grady Holding Company, Cairo, Georgia, and First National Bank of Grady County.
- Approved, April 7, 1999

Kansas City

Central Financial Corporation, Hutchinson, Kansas -- to acquire shares of Mid-America Bancorp, Inc., Jewell, Kansas.
- Withdrawn, April 6, 1999

New York

Citigroup, Inc., New York, New York -- to acquire, through Commercial Credit Corporation, Baltimore, Maryland, 128 offices of Associates Corporation of North America, Irving, Texas, and engage in extending credit and servicing loans and acting as agent or broker for insurance directly related to an extension of credit by its subsidiary finance company.
- Approved, March 31, 1999 (AC)

Chicago

Goodenow Bancorporation, Okoboji, Iowa, and Midwest Bancorporation, Inc. -- to acquire Southwest State Bank, Windom, Minnesota.
- Approved, April 9, 1999

Bank Holding Companies

Kansas City

Guaranty, Inc., Beloit, Kansas -- to invest in Beloit Development, L.P. and engage in community development activities.
- Returned, April 9, 1999

New York

Letchworth Independent Bancshares Corporation, Castile, New York -- to acquire capital stock of The Mahopac National Bank, Mahopac, New York.
- Approved, April 6, 1999

St. Louis

M.R. Melton Limited Partnership, Mt. Sterling, Kentucky -- to retain shares of Morgantown Deposit Bancorp, Inc., Morgantown, Kentucky.
- Approved, April 7, 1999

Atlanta

Manufacturers Bancshares, Inc., Tampa, Florida -- to acquire Manufacturers Bank of Florida.
- Returned, April 6, 1999

St. Louis

Melton and Wirth, Inc., Mt. Sterling, Kentucky -- to become a bank holding company by acting as general partner of M.R. Melton Limited Partnership.
- Approved, April 7, 1999

Minneapolis

Piesco, Inc., Springfield, Minnesota -- to acquire Norwood Bancshares, Inc., Norwood Young America, Minnesota, and merge with Springfield Investment Company, Springfield.
- Approved, April 8, 1999

Minneapolis

Stearns Financial Services, Inc. Employee Stock Ownership Plan and Trust, St. Cloud, Minnesota -- to acquire shares of Stearns Financial Services, Inc.
- Approved, April 7, 1999

Bank Holding Companies

Atlanta

Suncoast Bancorp, Inc., Sarasota, Florida -- to acquire Suncoast National Bank.
- Approved, April 8, 1999

Bank Mergers

Richmond

Farmers Bank of Maryland, Annapolis, Maryland -- to merge with First Virginia Bank-Maryland, Upper Marlboro, Maryland.
- Approved, April 6, 1999

Banks, State Member

Atlanta

AmTrade International Bank of Georgia, Atlanta, Georgia -- payment of a dividend.
- Approved, March 30, 1999 (AC)

Change In Bank Control

Minneapolis

Dakota Community Bancshares, Inc., Hebron, North Dakota -- change in bank control.
- Permitted, April 5, 1999

Kansas City

Minnequa Bancorp, Inc., Pueblo, Colorado -- change in bank control.
- Permitted, April 5, 1999

Kansas City

Otoe County Bancorporation, Inc., Nebraska City, Nebraska -- change in bank control.
- Permitted, April 5, 1999

Atlanta

PBG Financial Services, Inc., Graceville, Florida -- change in bank control.
- Permitted, April 6, 1999

Competitive Factors Reports

New York

Bank Hapoalim, B.M., Tel Aviv, Israel -- report on competitive factors of the proposal by its New York branch to acquire certain assets and assume certain liabilities of Bank Hapoalim's San Francisco, California, branch.

- Submitted, April 8, 1999

Kansas City

Commerce Bank, N.A., Kansas City, Missouri -- report on competitive factors of the proposed merger with The Columbus State Bank, Columbus, Kansas; The Citizens National Bank in Independence, Independence; and City National Bank of Pittsburg, Pittsburg.

- Submitted, April 5, 1999

Chicago

Community Bank Spring Green and Plain, Spring Green, Wisconsin -- report on competitive factors of the proposed acquisition of assets and assumption of liabilities of the Plain, Wisconsin, branch of M&I Bank of Southern Wisconsin, Madison.

- Submitted, April 9, 1999

Chicago

Country Trust Bank, FSB, Bloomington, Illinois -- report on competitive factors of the proposed merger with IAA Trust Company.

- Submitted, April 7, 1999

Atlanta

Crown Bank, F.S.B., Casselberry, Florida -- report on competitive factors of the proposed merger with Delaware First Bank, F.S.B., Wilmington, Delaware.

- Submitted, April 7, 1999

Kansas City

Dove Creek State Bank, Dove Creek, Colorado -- report on competitive factors of the proposed acquisition of assets and assumption of liabilities of the Cortez, Colorado, branch of Basin Industrial Bank, Englewood.

- Submitted, April 5, 1999

Competitive Factors Reports

Secretary

First American National Bank, Nashville, Tennessee -- report on competitive factors of the proposed purchase of assets and assumption of liabilities of eight branches of National Bank of Commerce, Memphis, Tennessee, and one branch of NBC Bank, FSB, Knoxville.

- Submitted, April 5, 1999

Philadelphia

First Federal Savings & Loan of Hazelton, Hazelton, Pennsylvania -- report on competitive factors of the proposed purchase of the Danville, Pennsylvania, branch of Omega Bank, N.A., State College.

- Submitted, April 9, 1999

San Francisco

First Federal Savings and Loan Association of San Gabriel Valley, West Covina, California -- report on competitive factors of the proposed acquisition of the Covina, California, branch of Citibank, FSB, San Francisco, and the deposits of the La Verne, California, office of Citibank.

- Submitted, April 5, 1999

Boston

Interim National Bank of Rockport, Rockport, Massachusetts -- report on competitive factors of the proposed merger with Rockport National Bank.

- Submitted, April 8, 1999

Kansas City

Local Oklahoma Bank, N.A., Oklahoma City, Oklahoma -- report on competitive factors of the proposed merger with Local Federal Bank, FSB.

- Submitted, April 5, 1999

Philadelphia

Minersville Safe Deposit Bank, Reading, Pennsylvania -- report on competitive factors of the proposed merger with Union Savings and Loan Association, Minersville, Pennsylvania.

- Submitted, April 5, 1999

Competitive Factors Reports

Chicago

Peoples State Bank, Mazomanie, Wisconsin -- report on competitive factors of the proposed acquisition of assets and assumption of liabilities of the Barneveld, Wisconsin, branch of M&I Bank of Southern Wisconsin, Madison.
- Submitted, April 9, 1999

Chicago

Peoples State Bank, Prairie du Chien, Wisconsin -- report on competitive factors of the proposed acquisition of assets and assumption of liabilities of the Mt. Hope, Wisconsin, branch of M&I Bank of Southern Wisconsin, Madison.
- Submitted, April 9, 1999

Richmond

Presidential Savings Bank, FSB, Bethesda, Maryland -- report on competitive factors of the proposed merger with Presidential Interim Federal Savings Bank.
- Submitted, April 5, 1999

Atlanta

Regions Bank, Birmingham, Alabama -- report on competitive factors of the proposed merger with Etowah Bank, Canton, Georgia.
- Submitted, April 7, 1999

Chicago

Solon State Bank, Solon, Iowa -- report on competitive factors of the proposed acquisition of assets and assumption of liabilities of the Ely, Iowa, branch of First Trust and Savings Bank, Cedar Rapids.
- Submitted, April 9, 1999

Kansas City

State Bank and Trust Company, Tulsa, Oklahoma -- report on competitive factors of the proposed acquisition of assets and assumption of liabilities of the Tulsa branch of Arvest Bank, Joplin, Missouri.
- Submitted, April 5, 1999

Extensions Of Time

Atlanta

Cumberland Bancorp, Inc., Carthage, Tennessee -- extension to July 7, 1999, to acquire The Bank of Mason, Mason, Tennessee.

- Granted, April 5, 1999

Chicago

Legacy Bancorp, Inc., Milwaukee, Wisconsin -- extension to July 9, 1999, to acquire Legacy Bank.

- Granted, April 6, 1999

Richmond

Union Bank & Trust Company, Bowling Green, Virginia -- extension to July 28, 1999, to merge with King George State Bank, King George, Virginia.

- Granted, April 7, 1999

New York

Warwick Community Bancorp, Inc., Warwick, New York -- extension to May 12, 1999, to acquire shares of GSB Financial Corporation, Goshen, New York.

- Granted, April 8, 1999

Membership

Philadelphia

Asian Bank, Philadelphia, Pennsylvania -- to become a member of the Federal Reserve System.

- Approved, April 9, 1999

District 1

Federal Reserve Bank of Boston

Applications and notifications filed during the week ending Saturday, April 10, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>	
None		

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD</i>		<i>Examination</i>	<i>CRA</i>	<i>CRA</i>	<i>Exam type</i>	
<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for

Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 2

Federal Reserve Bank of New York

Applications and notifications filed during the week ending Saturday, April 10, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
FBSEA	Moscow Narodny Bank, London, England, to establish a representative office in New York, New York.	Newspaper – N/Avail
FBSEA	Caixa Geral de Depositos, Lisbon, Portugal, to establish a branch in New York, New York.	Newspaper – N/Avail
FBSEA	Argentaria, Caja Postal y Banco Hipotecario, S.A., Madrid, Spain, to establish an agency in Miami, Florida, and a branch in New York, New York.	Newspaper – 04/28/1999
Branch	European American Bank, New York, New York, to open a branch office at 201 West 125 th Street, New York, New York.*	Newspaper – 05/04/1999

* Subject to the provisions of the Community Reinvestment Act

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Summit Bancorp, Princeton, New Jersey, and its subsidiary, First Valley Corporation, Bethlehem, Pennsylvania, to acquire Prime Bancorp, Inc., Fort Washington, Pennsylvania (“Prime”), and merge Prime’s subsidiary, Prime Bank, Philadelphia, Pennsylvania, into Summit Bank (Pennsylvania).*	Newspaper – N/Avail Fed Reg – N/Avail

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Barclays PLC, Barclays Bank PLC, both of London, England, Bayerische Hypo-und Vereinsbank AG, Munich, Germany, and Deutsche Bank AG, Frankfurt, Germany, through their affiliates, to establish and operate, through Global Trust Organization, LLC, in global interoperable network of participating financial institutions that will operate as certification authorities.	Fed Reg – N/Avail

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Credit Suisse Group and Credit Suisse First Boston, both of Zurich, Switzerland, to acquire Warburg, Pincus Asset Management Holdings, Inc., New York, New York, and thereby engage in certain nonbanking activities.	Fed Reg – N/Avail

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
None	

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for **Quarter of**

<i>Institution</i>	<i>Location</i>
None	

District 3

Federal Reserve Bank of Philadelphia

Applications and notifications filed during the week ending Saturday, April 10, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>	
None		

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for

Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 4

Federal Reserve Bank of Cleveland

Applications and notifications filed during the week ending Saturday, April 10, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>	
None		

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

The federal bank regulators use the following four performance levels to rate an institution's performance under CRA:

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for **Quarter of**

<i>Institution</i>	<i>Location</i>
None	

District 5

Federal Reserve Bank of Richmond

Applications and notifications filed during the week ending Saturday, April 10, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(5)	BB&T Corporation, Winston-Salem, North Carolina, to acquire First Citizens Corporation, Newnan, Georgia .*	Fed Reg – 05/07/1999 Newspaper – N/Avail
4(c)(8)	BB&T Corporation, Winston-Salem, North Carolina, to engage in traditional thrift activities through First Citizens Bank, Newnan, Georgia; and also to engage in real estate appraisal services to both affiliates and third parties through Newnan Financial Services, Inc., Newnan, Georgia.*	Fed Reg – 05/07/1999 Newspaper – N/Avail

*Subject to the provisions of the Community Reinvestment Act.

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
3(a)(1)	Darlington County Bancshares, Inc., Darlington, South Carolina, to become a bank holding company through the acquisition of 100% of the voting shares of Darlington County Bank, Darlington, South Carolina.

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 6

Federal Reserve Bank of Atlanta

Applications and notifications filed during the week ending Saturday, April 10, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	AmSouth Bank, Birmingham, Alabama, to establish a branch located at 11804 Bruce B. Downs Boulevard, Tampa, Florida.	04/15/1999*

*Subject to provisions of the Community Reinvestment Act.

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Citizens Bancshares of Southwest Florida, Naples, Florida, to become a bank holding company by acquiring Citizens National Bank of Southwest Florida, Naples, Florida (in organization).	Fed Reg - 05/03/1999*
3(a)(1)	Centon Bancorp, Inc., Richton, Mississippi, to become a bank holding company by acquiring Richton Bank and Trust Company, Richton, Mississippi.	Fed Reg - 04/30/1999*

*Subject to provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
None	

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD</i>		<i>Examination</i>	<i>CRA</i>	<i>CRA</i>	<i>Exam type</i>	
<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 7

Federal Reserve Bank of Chicago

Applications and notifications filed during the week ending Saturday, April 10, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	Decatur Corporation* Leon, Iowa Spectrum Bancorporation, Inc. Omaha, Nebraska Rushmore Financial Services, Inc. Omaha, Nebraska Rushmore Bank & Trust Company Rapid City, South Dakota F&M Bank Watertown, South Dakota	Fed Reg – 5/3/1999 Newspaper – N/Avail
3(a)(3)	Capitol Bancorp Limited* Lansing, Michigan East Valley Community Bank (in organization) Chandler, Arizona	Fed Reg – 3/26/1999 Newspaper – 3/29/1999
3(a)(3)	Sun Community Bancorp Limited* Phoenix, Arizona East Valley Community Bank (in organization) Chandler, Arizona	Fed Reg – 3/26/1999 Newspaper – 3/29/1999
CIC	Fairmount Bancorp, Inc. Fairmount, Illinois James V. Antonacci, Richard K. McCord, Charles E. Robbins & Richard H. Levi	Fed Reg – 4/19/1999 Newspaper – 4/15/1999
CIC	F&M Bancorp of Tomah, Inc. Tomah, Wisconsin By Timothy Joel Kress	Fed Reg – 4/29/1999 Newspaper – N/Avail

* Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
4(c)(8)	Readlyn Bancshares, Inc. St. Paul, Minnesota To engage in making and servicing loans	Fed Reg – 4/26/1999

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
None	

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

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S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
282141	F&M Bank Northeast 160 E. Pulaski Street Pulaski, Wisconsin 54162 (920) 732-7828	11/10/1998	4/5/1999	O	X	

Section VI – CRA examinations scheduled for **Quarter of**

Institution

Location

None

District 8

Federal Reserve Bank of St. Louis

Applications and notifications filed during the week ending Saturday, April 10, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
Branch	Notice by The Elberfeld State Bank, Elberfeld, Indiana, to establish a branch in the REMAX Realty office located at 4424 Vogel Road, Evansville, Indiana.*	Newspaper – 4/16/1999

*Subject to the provisions of the Community Reinvestment Act

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(1)	Notice by MHBC Investments Limited Partnership, Little Rock, Arkansas, to acquire Bank of England, England, Arkansas. (Previously reported during the week ending March 27, 1999).*	Newspaper – 4/20/1999 Fed Reg – 4/26/1999
3(a)(1)	Notice by Macks Creek Bancshares, Inc., Macks Creek, Missouri, to acquire Bank of Macks Creek, Macks Creek, Missouri.*	Newspaper – 5/3/1999 Fed Reg – 5/7/1999
3(a)(5)	Notice by Sharon Bancshares, Inc., Martin, Tennessee, to acquire, through merger, First Northwest Bancshares, Inc., Kenton, Tennessee, with the resulting bank holding company to operate under the title of Community First Bancshares, Inc.*	Newspaper – 5/6/1999 Fed Reg – 5/10/1999

*Subject to the provisions of the Community Reinvestment Act

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
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None

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for **Quarter of**

<i>Institution</i>	<i>Location</i>
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None

District 9

Federal Reserve Bank of Minneapolis

Applications and notifications filed during the week ending Saturday, April 10, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>	
Member	State Bank of La Crosse, La Crosse, Wisconsin, to become a member of the Federal Reserve System.	

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

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The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 10

Federal Reserve Bank of Kansas City

Applications and notifications filed during the week ending Saturday, April 10, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
3(a)(3)	BOK Financial Corporation, Tulsa, Oklahoma, to acquire 100 percent of the voting shares of Swiss Avenue State Bank, Dallas, Texas	Newspaper – N/Avail Fed Reg – 05/10/1999

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>
Member	American Bank of Baxter Springs, Baxter Springs, Kansas, for membership in the Federal Reserve System.

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

A copy of an institution's CRA evaluation may be obtained directly from the institution or Reserve Bank.

Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

O = Outstanding

S = Satisfactory

NI = Needs to improve

SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD</i>		<i>Examination</i>	<i>CRA</i>	<i>CRA</i>	<i>Exam type</i>	
<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for

Quarter of

<i>Institution</i>	<i>Location</i>
None	

District 11

Federal Reserve Bank of Dallas

Applications and notifications filed during the week ending Saturday, April 10, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>	
None		

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

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Federal bank regulators use the following performance levels to rate an institution's performance under CRA:

- O = Outstanding**
- S = Satisfactory**
- NI = Needs to improve**
- SN = Substantial noncompliance**

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD</i>		<i>Examination</i>	<i>CRA</i>	<i>CRA</i>	<i>Exam type</i>	
<i>number</i>	<i>Institution/Location</i>	<i>date</i>	<i>public date</i>	<i>rating</i>	<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for **Quarter of**

<i>Institution</i>	<i>Location</i>
None	

District 12

Federal Reserve Bank of San Francisco

Applications and notifications filed during the week ending Saturday, April 10, 1999

Section I – Applications subject to newspaper notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section II – Applications subject to both newspaper and Federal Register notice

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section III – Applications subject to Federal Register notice only

<i>Type</i>	<i>Application</i>	<i>Ending date of comment period</i>
None		

Section IV – Applications not subject to Federal Register or newspaper notice

<i>Type</i>	<i>Application</i>	
Member	Pacific Liberty Bank (In Organization), Huntington Beach, California, to become a member of the Federal Reserve System.	
3(a)(5)(C)	BNW Bancorp, Bellingham, Washington, to become a bank holding company by acquiring Bank Northwest, Bellingham, Washington.	

Section V – Availability of CRA public evaluations

The Community Reinvestment Act is intended to encourage depository institutions to help meet the credit needs of the communities in which they operate, including low- and moderate-income neighborhoods. It was enacted by the Congress in 1977 (12 U.S.C. 2901) and is implemented by Regulation BB (12 CFR 228). The regulation was revised in May 1995.

The CRA requires that each depository institution's record in helping meet the credit needs of its entire community be evaluated periodically. That record is taken into account in considering an institution's application for deposit facilities.

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SN = Substantial noncompliance

The following state member banks have been examined and their CRA public evaluations are now available.

<i>RSSD number</i>	<i>Institution/Location</i>	<i>Examination date</i>	<i>CRA public date</i>	<i>CRA rating</i>	<i>Exam type</i>	
					<i>LrgBk</i>	<i>SmBk</i>
None						

Section VI – CRA examinations scheduled for

Quarter of

<i>Institution</i>	<i>Location</i>
None	